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Name of Offeror or Contractor: TEXTRON MARINE & LAND SYSTEMS, DIVISION OF TEXTRON INC.		

SECTION A - SUPPLEMENTAL INFORMATION

PREVIOUS CONTRACT AMOUNT:

\$66,937,562.39

AMOUNT OF THIS ACTION:

2,859,396.75

CURRENT CONTRACT AMOUNT:

\$69,796,959.14

- The purpose of this modification is to partially exercise the option to purchase 5 additional Armored Security Vehicles. The option is exercised under CLIN 5200AA at a unit price os \$571,879.35. Clause F-10 is changed to reflect the revised delivery schedule and addition of CLIN 5200.
- Paragraph B.3 is also changed to reflect the cancellation charge previously paid on 145 vehicles and this option purchase of 5 vehicles. The outstanding nonrecurring cost amount has also been updated.
- As a result of this modification, the total amount of the contract has been changed as indicated above. Except as provided herein, all terms and conditions remain unchanged and in full force and effect.

*** END OF NARRATIVE A 026 ***

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Name of Offeror or Contractor: TEXTRON MARINE & LAND SYSTEMS, DIVISION OF TEXTRON INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
5200AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>PRODUCTION QUANTITY</u></p> <p>NOUN: M1117 ASV PRON: P149L057JZ PRON AMD: 01 ACRN: CP AMS CD: 51108350009</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 001 W56HZW3314S101 Y00000 M 3 <u>PROJ CD BRK BLK PT</u> 000 <u>DEL REL CD QUANTITY DEL DATE</u> 001 5 15-JAN-2006</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p>	5	EA	\$ 571,879.35000	\$ 2,859,396.75

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B.1 The following STS CLINs will be CPFF:

CLIN

1500
2500
3500
4500
5500

The following clauses listed below are also located in Sections E and I are applicable to the above CLINS ONLY:

52.216-8 Fixed Fee
52.222-2 Payment for Overtime Premiums
52.228-7 Insurance - Liability to Third Persons
52.232-20 Limitation of Cost
52.242-1 Notice of Intent to Disallow Costs
52.242-3 Penalties for Unallowable Costs
52.242-4 Certification of Final Indirect Costs
52.242-5 Government Property (Cost Reimbursement)
52.242-15 Stop-Work Order, ALT I
52.243-2 Changes -- Cost Reimbursement, ALT II
52.246-3 Inspection of Supplies-Cost Reimbursement
52.249-6 Termination (Cost - Reimbursement)
52.249-14 Excusable Delays

All other CLINs will be Firm Fixed Price.

B.2 CANCELLATION CEILING (NOT TO EXCEED) FOR 94 BASE QUANTITY VEHICLES

Pursuant to this paragraph, the Contractor shall be paid a cancellation charge not to exceed the amounts shown below in the event the program year(s) are cancelled after the first program year.

<u>Program Year Cancelled</u>	<u>Dollar Amount</u>
2	<u>676,480</u>
3	<u>579,840</u>
4	<u>386,560</u>
5	<u>193,280</u>

B.3 CANCELLATION CEILING (NOT TO EXCEED) FOR NONRECURRING COSTS FOR 156 VEHICLES BEYOND THE 94 BASE QUANTITY VEHICLES

Pursuant to this clause, the Contractor shall be paid a cancellation charge for its nonrecurring costs not to exceed the amounts shown below in the event that the option quantity of 156 vehicles is not acquired. The nonrecurring cost cancellation ceiling amount of \$1,507,584 will be reduced by \$9,664 per vehicle sold each time under the options to this contract or Textron sells an ASV or ASV derivative under another contract. The cancellation ceiling amount will be reviewed annually. The total outstanding amount will be updated at that time (to include Textron other sales).

DATE	OPTION OR OTHER SALE QUANTITY AWARDED	OUTSTANDING NONRECURRING COSTS
31 March 1999	-0-	\$1,507,584
24 July 2001*	1	1,497,920
01 May 2002*	4	1,459,264
22 Aug 2002**	145 (Cancellation Charge Paid)	57,984
19 Nov 2003**	5	9,664

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If the total amount of Textron's nonrecurring costs subject to this clause is liquidated by means of options exercised and Textron's vehicle sales under other contracts, Textron agrees to reduce the unit price of any remaining vehicles sold under options to this contract by \$9,664. In such event, a modification will be made to this contract to reflect this change in the option unit price. In the event of cancellation pursuant to FAR 52.217-2 or completion of all contract requirements, the contractor shall file a claim in accordance with FAR 52.217-2(f) for any outstanding nonrecurring costs remaining under this clause.

B.4 ASV SPECIAL TOOLING *

Listed below are award dates and prices for individual sets of Special Tools to support future fieldings for the ASV. This includes the basic set being purchased in this modification P00041 and the four options.

AWARD DATE	<u>PRICE</u>
AUG 2002	\$112,548
DEC 2002	111,813
DEC 2003	114,398
AUG 2004	117,265
MAR 2005	120,206

* Added by Modification P00041

** Added by Modification P00061

*** END OF NARRATIVE B 001 ***

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SECTION F - DELIVERIES OR PERFORMANCE

<u>Status</u>	<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
F-1 CHANGED 52.242-4000 (TACOM)	REQUIRED DELIVERY SCHEDULE		FEB/1998
(a) Our <u>required</u> delivery schedule is below.			
(b) Please refer to the Section L provision entitled either INSTRUCTIONS TO OFFERORS--COMPETITIVE ACQUISITION or <u>CONTRACT AWARD</u> . It says, in part, that a written award or acceptance of offer mailed or otherwise furnished to the successful offeror results in a binding contract. The Contracting Officer will mail or otherwise furnish the successful offeror the award or notice of award no later than the day the award is dated. Compute the time available for performance beginning with the actual date of award, NOT the date you receive written notice from the Contracting Officer through the ordinary mail.			
(c) You can accelerate delivery: at no additional cost to the government			
(d) See Section B (the Schedule) for more information about delivery, including: -- Military Standard Requisition and Issue Procedures (MILSTRIP) document numbers, -- Total quantity of deliverable items, and -- Item destinations.			

REQUIRED DELIVERY SCHEDULE

"CLIN": (Contract Line Item Number) As further described in the Schedule.

"DAYS": The number of days after the date of the Contract you have to deliver the stated quantity.

"R": The quantity required to be delivered within the stated number of days.

CLIN	QUANTITY	DELIVERY DATE*
1001	7	SEP 12, 2000
	6	JAN 30, 2001
	6	MAY 09, 2001
	5	AUG 08, 2001

CLIN	QUANTITY	DELIVERY DATE*
2001	1	AUG 08, 2001
	6	DEC 17, 2001
	3	APR 30, 2002

CLIN	QUANTITY	DELIVERY DATE*
3001	3	APR 30, 2002
	6	SEP 11, 2002
	6	JAN 22, 2003
	5	JUL 14, 2003 (1)

* CHANGED BY MODIFICATION P00021

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CLIN	QUANTITY	DELIVERY DATE
3200	1	JUL 14, 2003 (1)

CLIN	QUANTITY	DELIVERY DATE ****
4001	6	OCT 09, 2003
	6	FEB 25, 2004
	6	JUN 28, 2004
	2	NOV 01, 2004

CLIN	QUANTITY	DELIVERY DATE ****
4200	4	NOV 01, 2004

**** ADDED/CHANGED BY MODIFICATION P00039

CLIN	QUANTITY	DELIVERY DATE *****
5001	6	MAR 04, 2005
	6	JUL 10, 2005
	6	NOV 13, 2005
	2	JAN 15, 2006

CLIN	QUANTITY	DELIVERY DATE
5200	5	JAN 15, 2006 (2)

***** ADDED BY MODIFICATION P00046

***** CHANGED BY MODIFICATION P00054

(1) CHANGED BY MODIFICATION P00055

(2) ADDED BY MODIFICATION P00061

Name of Offeror or Contractor: TEXTRON MARINE & LAND SYSTEMS, DIVISION OF TEXTRON INC.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	OBLG STAT/ ACRN JOB ORD NO	PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
5200AA	P149L057JZ 51108350009 A14P50091CJZ	CP 1 4ZLT09	\$ 0.00	\$ 2,859,396.75	\$ 2,859,396.75
NET CHANGE				\$ 2,859,396.75	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	CP	21 42035000041C1C01P51108331E1 S2011349L057	W56HZV	\$ 2,859,396.75
NET CHANGE				\$ 2,859,396.75

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 66,935,983.45	\$ 2,859,396.75	\$ 69,795,380.20